

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Release of All Security Interest

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------------------|----------|----------------|----------------------------|
| Ableco Finance, LLC, as Agent | | 11/12/2004 | Limited Liability Company: |

RECEIVING PARTY DATA

| | |
|-------------------|-----------------------|
| Name: | John M. Smyth Company |
| Street Address: | 90 Price Parkway |
| Internal Address: | Suite 1 |
| City: | Farmingdale |
| State/Country: | NEW YORK |
| Postal Code: | 11735 |
| Entity Type: | CORPORATION: ILLINOIS |

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|----------------------|---------|----------------------------|
| Registration Number: | 1922052 | JOHN M. SMYTH'S HOMEMAKERS |

CORRESPONDENCE DATA

Fax Number: (212)755-7306

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-326-3420

Email: aevieta@jonesday.com

Correspondent Name: Amy Vieta

Address Line 1: 222 E. 41st St.

Address Line 2: Jones Day

Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER:

Amy Vieta

Total Attachments: 4

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TRADEMARK
REEL: 002975 FRAME: 0945

RELEASE OF TRADEMARK SECURITY AGREEMENT

1.

JOHN M. SMYTH COMPANY, a corporation organized and existing under the laws of the State of Illinois, having an address at 90 Price Parkway, Suite 1, Farmingdale, New York 11735 ("Grantor"), entered into certain Trademark Security Agreements, described on Exhibit "A" hereto, (the "Trademark Security Agreements"), whereby ABLECO FINANCE LLC, in its capacity as agent, having an address at 299 Park Avenue, 23rd Floor, New York, New York 10171 (the "Agent"), was granted a security interest in certain trademarks and service marks defined in each Trademark Security Agreement as the "Trademark Collateral."

2.

The Agent granted a partial release of security interest pursuant to an agreement, dated June 18, 2004, recorded in the United States Patent and Trademark Office on July 13, 2004, at Reel 2892, Frame 0635.

3.

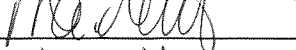
The Agent without representation, warranty or recourse of any manner hereby terminates, releases and discharges all its security interest in the Trademark Collateral and all other security interests granted under each Trademark Security Agreement, including without limitation its security interest in the trademarks and service marks and registrations set forth on Exhibit "B" attached hereto and incorporated herein by reference. Any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

4.

The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the security interest contemplated hereby at Grantor's expense.

IN WITNESS WHEREOF, Agent has caused this document to be executed on its behalf as of the 12 day of November, 2004.

ABLECO FINANCE LLC as Agent

By: 
Name: Mark Depsant
Title: Dr. V.P. J.P.O.D.

STATE OF New York

COUNTY OF New York

On this 12 day of November, 2004, before me appeared Mark A. Neponom,
the person who signed this document in his/her capacity as SVP + CEO of
ABLECO FINANCE LLC, who acknowledged that he/she signed it as a free act on behalf of the
identified corporation with authority to do so.

Wendy E. Weissman
Notary Public

Commission Expiration Date:

[NOTARIAL SEAL]

WENDY E. WEISSMAN
Notary Public, State of New York
No. 01WE6077974
Qualified in Kings County
Commission Expires July 22, 2006

Exhibit "A"
Trademark Security Agreements

Trademark Security Agreement, dated as of February 26, 2001, recorded in the United States Patent and Trademark Office on March 13, 2001, at Reel 2265, Frame 0356.

Trademark Security Agreement, dated as of November 14, 2003, recorded in the United States Patent and Trademark Office on December 29, 2003 at Reel 2769, Frame 0746.

Exhibit "B"

U.S. TRADEMARK AND SERVICE MARK REGISTRATIONS

Mark

Registration No.

"JOHN M. SMYTH'S HOMEMAKERS"

1922052